

Hearing Date: September 13, 2022 at 11:00 a.m. (prevailing Eastern Time)  
Objection Deadline: September 6, 2022 at 4:00 p.m. (prevailing Eastern Time)

**MCDERMOTT WILL & EMERY LLP**

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*Proposed Counsel to the Official  
Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	
	)	Chapter 11
VOYAGER DIGITAL HOLDINGS, INC., <i>et al.</i> ,	)	
	)	Case No. 22-10943 (MEW)
Debtors. <sup>1</sup>	)	(Jointly Administered)
	)	
	)	

**NOTICE OF APPLICATION FOR ORDER AUTHORIZING THE EMPLOYMENT AND  
RETENTION OF MCDERMOTT WILL & EMERY LLP AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF VOYAGER  
DIGITAL HOLDINGS, INC., *ET AL.*, EFFECTIVE AS OF JULY 22, 2022**

PLEASE TAKE NOTICE that a hearing on the *Application for Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et al., Effective as of July 22, 2022* (the “Application”) filed by the Official Committee of Unsecured Creditors of

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Voyager Digital Holdings, Inc.’s and Voyager Digital Ltd.’s principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003. Voyager Digital, LLC’s principal place of business is 701 S. Miami Ave, 8<sup>th</sup> Floor, Miami, FL 33131.

Voyager Digital Holdings, *et al.* (the “Committee”) will be held on **September 13, 2022 at 11:00 a.m., prevailing Eastern Time** (the “Hearing”). In accordance with General Order M-543 dated March 20, 2020, the Hearing will be conducted telephonically. Any parties wishing to participate must do so by making arrangements through CourtSolutions by visiting <https://www.court-solutions.com>.

**PLEASE TAKE FURTHER NOTICE** that any responses or objections to the relief requested in the Application shall: (a) be in writing; (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York; (c) be filed electronically with the Court on the docket of *In re Voyager Digital Holdings, Inc.*, No. 22-10943 (MEW) by registered users of the Court’s electronic filing system and in accordance with all General Orders applicable to chapter 11 cases in the United States Bankruptcy Court for the Southern District of New York (which are available on the Court’s website at <http://www.nysb.uscourts.gov>); and (d) be served so as to be actually received by **September 6, 2022 at 4:00 p.m., prevailing Eastern Time**, by the entities on the Master Service List available on the case website of the above-captioned debtors and debtors in possession (the “Debtors”) at <https://cases.stretto.com/Voyager>.

**PLEASE TAKE FURTHER NOTICE** that only those responses or objections that are timely filed, served, and received will be considered at the Hearing. Failure to file a timely objection may result in entry of a final order granting the Application as requested by the Committee.

**PLEASE TAKE FURTHER NOTICE** that copies of the Application and other pleadings filed in these chapter 11 cases may be obtained free of charge by visiting the website of Stretto at <https://cases.stretto.com/Voyager>. You may also obtain copies of the

Application and other pleadings filed in these chapter 11 cases by visiting the Court's website  
at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: New York, New York  
August 22, 2022

**MCDERMOTT WILL & EMERY LLP**

/s/ Darren Azman

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*Proposed Counsel to the Official  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Chapter 11
	)	
VOYAGER DIGITAL HOLDINGS, INC., <i>et al.</i> ,	)	Case No. 22-10943 (MEW)
	)	
Debtors. <sup>1</sup>	)	(Jointly Administered)
	)	
	)	

**APPLICATION FOR ORDER AUTHORIZING THE EMPLOYMENT AND  
RETENTION OF MCDERMOTT WILL & EMERY LLP AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF VOYAGER  
DIGITAL HOLDINGS, INC., *ET AL.*, EFFECTIVE AS OF JULY 22, 2022**

The Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) of Voyager Digital Holdings, Inc., *et al.* (collectively, the “Debtors”) hereby submits this *Application for Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to*

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Voyager Digital Holdings, Inc.’s and Voyager Digital Ltd.’s principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003. Voyager Digital, LLC’s principal place of business is 701 S. Miami Ave, 8<sup>th</sup> Floor, Miami, FL 33131.

*the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et al., Effective as of July 22, 2022* (the “Application”), pursuant to sections 328(a) and 1103 of title 11 of the United States Code (the “Bankruptcy Code”), rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”), for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), authorizing the employment and retention of McDermott Will & Emery LLP (“McDermott”) as counsel to the Committee. In support of the Application, the Committee submits the declaration of Darren Azman, a partner at McDermott, attached hereto as **Exhibit B** (the “Azman Declaration”), and the declaration of Jason Raznick, not in his individual capacity but solely in his capacity as chair of the Committee, attached hereto as **Exhibit C** (the “Raznick Declaration” and, together with the Azman Declaration, the “Supporting Declarations”). In further support of this Application, the Committee respectfully states as follows:

### **JURISDICTION AND VENUE**

1. The United States Bankruptcy Court for the Southern District of New York (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the Southern District of New York, entered February 1, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Committee confirms its consent to the Court entering a final order in connection with the Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are Bankruptcy Code sections 328(a) and 1103(a), Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1.

### **BACKGROUND**

4. On July 5, 2022 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

5. On July 6, 2022, the Court entered an order authorizing the joint administration and procedural consolidation of the Chapter 11 Cases pursuant to Bankruptcy Rule 1015(b). *See* Docket No. 18.

6. On July 19, 2022, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed the Committee pursuant to Bankruptcy Code section 1102. *See* Docket No. 102. The Committee currently comprises: (i) Jason Raznick; (ii) Russell G. Stewart; (iii) Brandon Mullenberg; (iv) Richard Kiss for Thincat Trust; (v) Christopher Moser; (vi) Byron Walker; and (vii) Melissa and Adam Freeman. As of the date hereof, no request for the appointment of a trustee or examiner has been made in the Chapter 11 Cases.

7. On July 22, 2022 (the “Retention Date”), the Committee selected McDermott as its proposed counsel, subject to this Court’s approval. On July 25, 2022, the Committee selected FTI Consulting, Inc. (“FTI”) to serve as its financial advisor, subject to this Court’s approval.

### **RELIEF REQUESTED**

8. By the Application, the Committee seeks entry of an order, substantially in the form of the Proposed Order, authorizing it to retain and employ McDermott as its bankruptcy

counsel pursuant to Bankruptcy Code sections 328(a) and 1103(a), Bankruptcy Rules 2014(a) and 2016, and Local Rules 2014-1 and 2016-1, effective as of July 22, 2022.

#### **BASIS FOR RELIEF**

9. The Committee selected McDermott because of its extensive experience in and knowledge of complex chapter 11 matters. As more fully described in the Azman Declaration, McDermott has represented official and unofficial committees and other prominent parties in numerous complex and prominent chapter 11 bankruptcy cases in recent years, including cases in this jurisdiction. Moreover, McDermott's lawyers have extensive experience advising clients in the cryptocurrency space, including representing the Official Committee of Unsecured Creditors of Cred, Inc., *et al.*, in its chapter 11 cases filed in the United States Bankruptcy Court for the District of Delaware (Case No. 20-12836 (JTD) (Bankr. D. Del.)), which involved a cryptocurrency yield earning platform. For these reasons, the Committee believes McDermott possesses the requisite knowledge and expertise in the areas of law relevant to the Chapter 11 Cases and is well qualified to represent the Committee.

#### **MCDERMOTT'S ROLE**

10. Subject to the direction of the Committee and further order of the Court, the Committee respectfully submits that it is necessary and appropriate for it to retain and employ McDermott to, among other things:

- (a) Advise the Committee with respect to its rights, duties, and powers in the Chapter 11 Cases;
- (b) Assist and advise the Committee in its consultations and negotiations with the Debtors and other parties in interest relative to the administration of the Chapter 11 Cases;
- (c) Solicit information from and provide information to the general creditor body, including through the establishment of a Committee information website and hosting regularly scheduled town halls;

- (d) Assist the Committee in analyzing the claims of the Debtors' creditors and the Debtors' capital structure and in negotiating with holders of claims and equity interests;
- (e) Assist the Committee in its investigation of the acts, conduct, assets, liabilities, and financial condition of the Debtors and their insiders and of the operation of the Debtors' businesses;
- (f) Assist the Committee in its analysis of, and negotiations with, the Debtors or any third party concerning matters related to, among other things, the assumption or rejection of certain leases of non-residential real property and executory contracts, asset dispositions, financing or other transactions, and the terms of one or more plans of reorganization for the Debtors and accompanying disclosure statements and related plan documents;
- (g) Assist and advise the Committee as to its communications with the general creditor body regarding significant matters in the Chapter 11 Cases;
- (h) Monitoring international proceedings involving the Debtors and property of the Debtors' estates;
- (i) Represent the Committee at all hearings and other proceedings before the Court;
- (j) Review and analyze applications, orders, statements of operations, and schedules filed with the Court and advise the Committee as to their propriety and, to the extent deemed appropriate by the Committee, support, join, or object thereto;
- (k) Advise and assist the Committee with respect to any legislative, regulatory, or governmental activities;
- (l) Assist the Committee in its review and analysis of the Debtors' various agreements;
- (m) Prepare, on behalf of the Committee, any pleadings, including, without limitation, motions, memoranda, complaints, adversary complaints, objections, or comments in connection with any matter related to the Debtors or the Chapter 11 Cases;
- (n) Investigate and analyze any claims belonging to the Debtors' estates; and
- (o) Perform such other legal services as may be required or are otherwise deemed to be in the interests of the Committee in accordance with the Committee's powers and duties, as set forth in the Bankruptcy Code, Bankruptcy Rules, or other applicable law.

11. The Committee believes that it is necessary to employ counsel to render the above-described professional services to the Committee so that the Committee may properly fulfill its duties under the Bankruptcy Code. Further, the Committee believes that McDermott



is well qualified to provide these services in the Chapter 11 Cases. The Committee understands that McDermott intends to work closely with the Committee's other professionals, including its proposed financial advisor, FTI, to ensure that there is no unnecessary duplication of services.

**MCDERMOTT'S CONNECTIONS TO THESE CASES**

12. The Committee has reviewed the Azman Declaration, including the "connections" to the Chapter 11 Cases disclosed therein, as such term is used in Bankruptcy Rule 2014(a). Notwithstanding any such connections, the Committee believes that McDermott is "disinterested," as that term is defined in Bankruptcy Code section 101(14), and does not hold or represent an interest adverse to the Debtors' estates with respect to the matters for which McDermott is to be employed, as required by Bankruptcy Code section 328(c).

13. To the extent that issues arise that would cause the Committee to be adverse to any of McDermott's clients, such that it would not be appropriate for McDermott to represent the Committee with respect to such matters, the Committee will engage conflicts counsel with respect to those matters.

14. Other than as described herein and in the Azman Declaration, insofar as McDermott has been able to ascertain, other than in connection with the Chapter 11 Cases, neither McDermott, nor any partner, counsel, or associate of McDermott, has any connection (connection being defined as a familial or professional relationship) with the Debtors, their creditors, or any other interested party herein, their respective attorneys or accountants, or the U.S. Trustee or any person employed in the Office of the United States Trustee.

15. McDermott is conducting a continuing inquiry into matters that would affect its disinterested status. In the event additional disclosure is necessary, McDermott will

promptly file a supplemental affidavit with the Court setting forth any facts and circumstances relevant thereto.

**MCDERMOTT'S COMPENSATION**

16. Subject to Court approval, and in accordance with Bankruptcy Code section 330(a) and the U.S. Trustee's *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 By Attorneys in Larger Chapter 11 Cases Effective As Of November 1, 2013* (the "U.S. Trustee Guidelines"), and any orders establishing fee procedures for professionals that may be entered in the Chapter 11 Cases, and as set forth in the Azman Declaration, the Committee proposes to compensate McDermott on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by McDermott according to its customary reimbursement policies.

17. The Committee requests that all fees and related costs and expenses incurred by the Committee on account of services rendered by McDermott in the Chapter 11 Cases be paid as administrative expenses of the Debtors' estates pursuant to Bankruptcy Code sections 328, 330, 331, 503(b), and 507(a)(2). Subject to the Court's approval, McDermott will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates on the date such services are rendered, subject to Bankruptcy Code sections 328, 330, and 331.

18. McDermott's current hourly rates for matters related to these Chapter 11

Cases range as follows:

<b>Billing Category</b>	<b>Range<sup>2</sup></b>
Partners	\$875 – \$1,510
Counsel	\$755 – \$1,300
Associates	\$545 – \$1,190
Paraprofessionals	\$115 – \$650

19. McDermott's hourly rates are set at a level designed to compensate

McDermott fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. Hourly rates vary with the experience and seniority of the individuals assigned. McDermott's hourly rates are subject to periodic adjustments (typically effective as of January of each year) to reflect economic and other conditions. McDermott will provide at least 10 business days' notice to the Committee, the Debtors, and the U.S. Trustee prior to any increases in the rates set forth in the Azman Declaration and will file such notice with this Court.

20. McDermott's policy is to request reimbursement of its actual and necessary out-of-pocket expenses incurred in connection with providing legal services. Among other things, McDermott charges its clients for facsimile and other charges, mail and express mail charges, special or hand delivery charges, photocopying charges, travel expenses, after-hours taxi expenses, expenses for working meals or overtime/after-hours meals, computerized research, and transcript costs. McDermott, however, will not seek reimbursement of secretarial or other overtime charges. McDermott will charge the Committee for these expenses at rates consistent with charges made to other McDermott clients, and subject to the Local Rules, orders of this Court, and the U.S. Trustee Guidelines.

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<sup>2</sup> McDermott has agreed to a \$1,300 maximum hourly billing rate for professionals working on the Chapter 11 Cases.

21. McDermott will maintain detailed records of fees and expenses incurred in connection with the rendering of the legal services described above, in accordance with applicable rules and guidelines.

22. Under Bankruptcy Code section 328(a), the Committee may retain counsel under reasonable terms and conditions. The Committee believes that the hourly rates and expense policies of McDermott, which are applied to other McDermott clients, all as described above, constitute fair and reasonable terms and conditions for the retention by the Committee of McDermott as counsel in accordance with Bankruptcy Code section 328(a).

23. On account of its services to the Committee, McDermott will seek compensation and reimbursement of expenses consistent with any interim compensation procedures approved by the Court.

24. The Committee requests that McDermott be allowed compensation for its services and reimbursement for its expenses in accordance with Bankruptcy Code sections 330 and 331 and Bankruptcy Rule 2016 upon submission of appropriate applications therefor in compliance with all applicable orders, rules, and guidelines, subject to the review and approval of the Court.

#### **MOTION PRACTICE**

25. The Application includes citations to the applicable rules and statutory authorities upon which the relief requested herein is predicated and a discussion of their application to this Motion. Accordingly, the Committee submits that the Application satisfies Local Rule 9013-1(a).

#### **NOTICE**

26. Notice of this Application has been provided in accordance with the *Final Order (I) Establishing Certain Notice, Case Management, and Administrative Procedures*

*and (II) Granting Related Relief* [Docket No. 240]. The Committee submits that, in light of the nature of the relief requested, no other or further notice need be given.

**NO PRIOR REQUEST**

27. No prior request for the relief sought in this Application has been made in this or any other court.

**CONCLUSION**


WHEREFORE, the Committee respectfully requests that the Court enter an order, substantially in the form of the Proposed Order, authorizing and approving the employment and retention of McDermott as counsel to the Committee and granting the Committee such other and further relief as the Court deems just and proper.

Dated: New York, New York  
August 15, 2022

Respectfully submitted,

**THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS OF VOYAGER DIGITAL HOLDINGS, INC., *ET*  
*AL.***

By:

  
\_\_\_\_\_  
Jason Raznick, not in his individual capacity but  
solely as Chair of the Official Committee of  
Unsecured Creditors of Voyager Digital  
Holdings, Inc., *et al.*

**EXHIBIT A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

VOYAGER DIGITAL HOLDINGS, INC., *et al.*,

Debtors.<sup>1</sup>

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)  
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)  
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Chapter 11

Case No. 22-10943(MEW)

(Jointly Administered)

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**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION  
OF MCDERMOTT WILL & EMERY LLP AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF VOYAGER  
DIGITAL HOLDINGS, INC., *ET AL.*, EFFECTIVE AS OF JULY 22, 2022**

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Upon the *Application for Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et al., Effective as of July 22, 2022* (the “Application”)<sup>2</sup> of the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned chapter 11 cases (the “Chapter 11 Cases”) of Voyager Digital Holdings, Inc., *et al.* (collectively, the “Debtors”) for entry of an order (this “Order”) authorizing the Committee to employ and retain McDermott as its legal counsel effective as of the Retention Date, all as more fully set forth in the Application; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the Southern District of New York, entered February 1, 2012; and this Court having the power to enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Voyager Digital Holdings, Inc.’s and Voyager Digital Ltd.’s principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003. Voyager Digital, LLC’s principal place of business is 701 S. Miami Ave, 8<sup>th</sup> Floor, Miami, FL 33131.

<sup>2</sup> Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Application.



having found that the relief requested in the Application is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Committee's notice of the Application and opportunity for a hearing on the Application were appropriate under the circumstances and no other notice need be provided; and the Court having reviewed the Application and Supporting Declarations and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Application, the Supporting Declarations, and at the Hearing establish just cause for the relief granted herein; and the Court being satisfied, based on the representations made in the Application and the Supporting Declarations, that McDermott is a "disinterested person" as defined in Bankruptcy Code section 101(14) and does not hold or represent an interest adverse to the Debtors' estates with respect to any of the matters for which McDermott is to be engaged; and the Court finding that the employment of McDermott is necessary to the performance of the Committee's duties; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Application is granted as set forth herein.
2. Pursuant to Bankruptcy Code sections 328 and 1103(a), the Committee is authorized to employ and retain McDermott as its legal counsel, effective as of July 22, 2022, on the terms set forth in the Application.
3. McDermott shall apply for compensation of professional services and reimbursement of expenses incurred in connection with the Chapter 11 Cases in compliance with Bankruptcy Code sections 330 and 331 and the applicable provisions of the Bankruptcy Rules, the Local Rules, and any applicable orders of this Court.
4. McDermott shall use its reasonable efforts to avoid any duplication of services

provided by any of the Committee's other retained professionals in the Chapter 11 Cases.

5. McDermott shall file a supplemental declaration with this Court and give not less than ten (10) business days' notice to the Debtors, the U.S. Trustee, and the Committee prior to any increases in the rates set forth in the Azman Declaration. The supplemental declaration shall explain the basis for the requested increases in accordance with Bankruptcy Code section 330(a)(3)(F) and state whether the Committee has consented to the rate increase. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in Bankruptcy Code section 330, and the Court retains the right to review any rate increase pursuant to Bankruptcy Code section 330.

6. To the extent the Application is inconsistent with this Order, the terms of this Order shall govern.

7. Notice of the Application as provided therein shall be deemed good and sufficient notice of the Application, and the Local Rules are satisfied by the contents of the Application.

8. The Committee and McDermott are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Application.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Court shall retain jurisdiction with respect to any matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: New York, New York  
\_\_\_\_\_, 2022

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THE HONORABLE MICHAEL E. WILES  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit B**

**Azman Declaration**



**McDermott's Qualifications**

3. McDermott and its attorneys have extensive experience and knowledge of complex chapter 11 matters and have successfully represented official and unofficial committees in many prominent and complex bankruptcy cases, including recent committee representations in *In re Centric Brands, Inc.* (Bankr. S.D.N.Y.); *In re Energy Alloys Holdings, LLC* (Bankr. D. Del.); *In re Entrust Energy, Inc.* (Bankr. S.D. Tex.); *In re Griddy Energy, LLC* (Bankr. S.D. Tex.); and *In re CBL & Associates Properties, Inc.* (Bankr. S.D. Tex.). Moreover, McDermott's lawyers have extensive experience advising clients in the cryptocurrency space, including representing the Official Committee of Unsecured Creditors of Cred, Inc., *et al.*, in its chapter 11 cases filed in the United States Bankruptcy Court for the District of Delaware (Case No. 20-12836 (JTD) (Bankr. D. Del.)), which involved a cryptocurrency yield earning platform, and the ongoing representation of the Cred Inc. Liquidation Trust. I believe that McDermott possesses the requisite knowledge and expertise in the areas of law relevant to the Chapter 11 Cases and is well qualified to represent the Committee.

**McDermott's Compensation**

4. McDermott has been asked to serve as counsel to the Committee appointed by the U.S. Trustee in the Chapter 11 Cases. The Committee proposes to compensate McDermott on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by McDermott according to its customary reimbursement policies.

5. McDermott's current hourly rates for matters related to these Chapter 11 Cases range as follows:

<b>Billing Category</b>	<b>Range<sup>3</sup></b>
Partners	\$875 – \$1,510
Counsel	\$755 – \$1,300
Associates	\$545 – \$1,190
Paraprofessionals	\$115 – \$650

6. McDermott's hourly rates are set at a level designed to compensate McDermott fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. Hourly rates vary with the experience and seniority of the individuals assigned. McDermott's hourly rates are subject to periodic adjustments (typically effective as of January of each year) to reflect economic and other conditions. McDermott will provide at least 10 business days' notice to the Committee, the Debtors, and the U.S. Trustee prior to any increases in the rates set forth in the Azman

7. McDermott's policy is to request reimbursement of its actual and necessary out-of-pocket expenses incurred in connection with providing legal services. Among other things, McDermott charges its clients for facsimile and other charges, mail and express mail charges, special or hand delivery charges, photocopying charges, travel expenses, after-hours taxi expenses, expenses for working meals or overtime/after-hours meals, computerized research, and transcript costs. McDermott, however, will not seek reimbursement of secretarial or other overtime charges. McDermott will charge the Committee for these expenses at rates consistent with charges made to other McDermott clients, and subject to the Local Rules, orders of this Court, and the U.S. Trustee Guidelines.

8. McDermott will maintain detailed records of fees and expenses incurred in connection with the rendering of the legal services described above, in accordance with applicable rules and guidelines.

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<sup>3</sup> McDermott has agreed to a \$1,300 maximum hourly billing rate for professionals working on the Chapter 11 Cases.

9. McDermott intends to apply for compensation for professional services rendered and for reimbursement of expenses incurred in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, orders of this Court, and the U.S. Trustee Guidelines. McDermott will seek compensation and reimbursement of expenses consistent with any interim compensation procedures approved by this Court.

10. Except as described herein, neither McDermott nor any professional or attorney associated with or employed by McDermott has received a promise as to payment or compensation in connection with the Chapter 11 Cases. No agreement exists, nor will any be made, to share any compensation received by McDermott for its services with any other person or firm other than members of McDermott.

**McDermott's Connections to the Chapter 11 Cases**

11. In connection with the Committee's proposed retention of McDermott, I directed McDermott staff to conduct a review (the "Conflicts Check") of McDermott's computerized client and conflict database (the "Conflicts Database") to determine McDermott's connections (as such term is used in Bankruptcy Rule 2014(a)) to the Debtors, their creditors, any other party-in-interest, or their respective attorneys or accountants (collectively, the "Potential Parties in Interest"). For purposes of the Conflicts Check, McDermott utilized the interested party list provided by the Debtors. Attached hereto as **Schedule 1** is the list of Potential Parties in Interest that was checked against the Conflicts Database.

12. The Conflicts Database maintained by McDermott is designed to include every matter on which the firm is now and has been engaged, by which entity the firm is now or has been engaged, and, in each instance, the identity of certain related parties and adverse parties and certain of the attorneys in the firm that are knowledgeable about the matter. It is

the policy of McDermott that no new matter may be accepted or opened without the firm completing and submitting to those charged with maintaining the Conflicts Database the information necessary to check each such matter for conflicts, including the identity of the prospective client, the matter, and related and adverse parties. Accordingly, McDermott maintains and systematically updates this system in the regular course of business of the firm, and it is the regular practice of the firm to make and maintain these records.

13. The Conflicts Check performed by McDermott included an email circulated to all McDermott personnel alerting all professionals at McDermott to identify any connections with the Potential Parties in Interest. As part of this circulation, the recipients were also requested to identify: (a) any connections to the U.S. Trustee or any person employed in that office, and (b) their direct holding of any claims against or interests in the Debtors.

14. A summary of the results of the Conflicts Check is attached hereto as **Schedule 2** (the “Connections List”). These connections were then reviewed to identify any relationship that would need to be disclosed in accordance with Bankruptcy Rule 2014.

15. The Conflicts List provides a listing of Potential Parties in Interest that McDermott either: (i) currently represents (or represents a related party thereto) (the “Current Clients”) in matters wholly unrelated to the Chapter 11 Cases; or (ii) in the past represented (or represented a related party thereto) in matters wholly unrelated to the Chapter 11 Cases. In connection with the services to be rendered to the Committee, McDermott will not commence a cause of action against any Current Client with respect to the Chapter 11 Cases, unless McDermott has received a waiver from the Current Client allowing McDermott to commence such an action. In connection with the Chapter 11 Cases, to the extent any causes of action are commenced by or against any Current Client, and a waiver letter is not obtained permitting McDermott to participate in such action, the Committee will retain conflicts counsel to represent the interests of the Debtors’ unsecured creditors.



16. None of the McDermott existing clients noted on the Connections List accounted for more than 1% of McDermott's gross revenues for the past twelve (12) months.

17. McDermott also performed general diligence to determine any connections beyond what is disclosed in the attached schedules. McDermott may have represented in the past or currently or in the future may represent entities (other than parties in the attached schedules) not known currently to McDermott in matters wholly unrelated to the Chapter 11 Cases who may be parties in interest in these cases. To the extent that McDermott discovers any such information or needs to update the information disclosed herein, McDermott will disclose such information by filing a supplemental declaration pursuant to Bankruptcy Rule 2014.

18. To the best of my knowledge after diligent inquiry, no partner or employee of McDermott has been, within two years before the Petition Date, a director, officer, or employee of the Debtors. I am not, nor is McDermott, an insider of the Debtors. Except as set forth herein, neither McDermott nor I hold directly any claim, debt, or equity security of the Debtors. McDermott does not have an interest adverse to the interests of the Debtors' estates or of any class of creditors or equity security holders of the Debtors, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, as specified in Bankruptcy Code section 101(14)(C), or for any other reason.

19. To the best of my knowledge after diligent inquiry, neither McDermott, any member of McDermott, nor any attorney associated with or employed by McDermott has any "connection," as such term is used in Bankruptcy Rule 2014(a), with the Debtors, their creditors, any other party-in-interest, their respective attorneys or accountants, the U.S. Trustee, or any person employed in the office of the United States Trustee, except to the extent set forth herein and on the Connections List.

20. Notwithstanding the connections disclosed herein and on the Connections List, I believe that McDermott is a disinterested person, and does not hold or represent an interest adverse to the Debtors' estates with respect to the matters for which McDermott is to be employed, as required by Bankruptcy Code section 328(c).

**Specific Disclosures**

21. Out of an abundance of caution, certain of the representations reflected on the Connections List are also highlighted below.

22. In response to the Conflicts Check, certain current McDermott attorneys and staff members reported being customers of the Debtor. Those individuals have not and will not perform work in connection with McDermott's representation of the Committee and will not have access to confidential information related to the representation.

23. McDermott attorneys Luc Jansen, Damon Lyon, and Greer Griffith are equity interest holders of the Debtors. They will not perform work in connection with McDermott's representation of the Committee nor will they have access to confidential information related to the representation. I do not believe that their equity ownership prevents McDermott from satisfying the Bankruptcy Code's disinterestedness standard.

24. Shara Netterstrom, a conflicts attorney at McDermott, has a personal relationship with Shara Cornell, a trial attorney with the U.S. Trustee's Office for the Southern District of New York. Ms. Netterstrom will not perform work in connection with McDermott's representation of the Committee and will not have access to confidential information related to the representation. I do not believe that this Ms. Netterstrom's personal relationship prevents McDermott from satisfying the Bankruptcy Code's disinterestedness standard.

**Statement Regarding U.S. Trustee Guidelines**

25. McDermott intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the U.S. Trustee Guidelines, both in connection with the Application and the interim and final fee applications to be filed by McDermott in the course of its engagement. In doing so, however, McDermott reserves all rights as to the relevance and substantive legal effect of the U.S. Trustee Guidelines in respect of any application for employment or compensation in these cases that falls within the ambit of the U.S. Trustee Guidelines.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: August 22, 2022

By: /s/ Darren Azman  
Darren Azman  
Partner  
McDermott Will & Emery LLP

**Schedule 1**

**Potential Parties in Interest**

**List of Schedules**

<b>Schedule</b>	<b>Category</b>
1(a)	Current and Former Affiliates
1(b)	Current and Former Directors and Officers
1(c)	Significant Equityholders
1(d)	Bankruptcy Professionals
1(e)	Banks / Lenders / Administrative Agents
1(f)	Contract Parties
1(g)	Customers
1(h)	Insurance
1(i)	Landlords
1(j)	Litigation
1(k)	Ordinary Course Professionals
1(l)	Potential M&A Transaction Counterparties
1(m)	Taxing Authorities / Government / Regulatory Agencies
1(n)	Top 50 Unsecured Creditors
1(o)	U.S. Trustee, Judges, and Court Contacts for the Southern District of New York
1(p)	Utilities
1(q)	Vendors

**Schedule 1(a)**

**Current and Former Affiliates**

Coinify Financial Services ApS  
Coinify Global Solutions Inc.  
Coinify Ltd.  
Coinify Payments OU  
Coinify Technologies ApS  
HTC Trading Inc.  
LGO SAS  
Voyager Digital Brokerage Canada Ltd.  
Voyager Digital Brokerage Ltd.  
Voyager Digital Holdings Inc.  
Voyager Digital LLC  
Voyager Digital Ltd.  
Voyager Digital NY LLC  
Voyager Europe  
Voyager European Holdings ApS  
Voyager IP LLC  
VYGR Holdings LLC  
VYGR Management LLC

**Schedule 1(b)**

**Current and Former Directors and Officers**

Ackart, Jennifer  
Barrilleaux, Janice  
Bateman, Lewis  
Brooks, Brian  
Brosgol, David  
Costantino, Daniel  
Dreuzy, Gaspard Aupepin de Lamothe  
Egert, Mark  
Ehrlich, Stephen  
Elliott, Guy  
Eytan, Philip  
Frizzley, Jill  
Gidwani, Rakesh  
Hanshe, Gerard  
Hugo, Victor  
Jensen, Marshall  
Keslassy, Jordana  
Kramer, Pam  
Kreiker, Serge  
Ladhani, Akbar  
Lavine, Shingo  
Legg, Michael  
Lightfoot, Jeffrey B.  
Lilien, Jarrett  
Pohl, Tim  
Prithipaul, Ashwin  
Psaropoulos, Evan  
Ray, Matthew  
Reynolds, Brandi  
Stevens, Glenn  
Toth, Krisztian  
Vogel, Scott  
Walmesley, Erin

**Schedule 1(c)**

**Significant Equityholders**

Alameda Research Ventures LLC

**Schedule 1(d)**

**Bankruptcy Professionals**

Berkeley Research Group LLC  
Deloitte & Touche LLP  
Fasken Martineau DuMoulin LLP  
Grant Thornton LLP  
Moelis & Co.  
Quinn Emanuel Urquhart & Sullivan LLP  
Stretto  
Valuation Research Corp.



**Schedule 1(e)**

**Banks / Lenders / Administrative Agents**

Alameda Research Ltd.  
Alameda Ventures Ltd.  
Anchorage Digital Bank NA  
Anchorage Lending CA LLC  
Bank of Montreal  
BitGo Prime LLC  
BMO  
Galaxy Digital LLC  
Genesis Global Capital LLC  
Metropolitan Commercial Bank  
Signature Bank  
Silvergate Bank  
Tesseract Group Oy  
Three Arrows Capital Ltd.

**Schedule 1(f)**

**Contract Parties**

Amazon.com Inc.  
Celsius Network Ltd.  
Chainalysis Inc.  
Copper Technologies (UK) Ltd.  
Cumberland DRW LLC  
Dallas Basketball Ltd.  
Dinwiddie Corp., The  
DV Chain LLC  
FiCentive Inc.  
Fireblocks Inc.  
Fireblocks Ltd.  
Gronk Endorsements LLC  
JSCT LLC  
Landon Cassill Inc.  
Ledger Technologies Inc.  
Tai Mo Shan Ltd.  
Talos Trading Inc.  
ThoughtWorks Inc.  
Usio Inc.  
Wintermute Trading Ltd.

**Schedule 1(g)**

**Customers**

[CONFIDENTIAL]

**Schedule 1(h)**

**Insurance**

CAC Specialty Co.  
FirstBrook Cassie & Anderson Ltd.  
Great Midwestern Insurance Co.  
Hartford Fire Insurance Co.  
Hartford Underwriters Insurance Co.  
Lloyd's of London Syndicate  
MJD3 Associates LLC  
Relm Insurance Ltd.  
XL Specialty Insurance Co.

**Schedule 1(i)**

**Landlords**

Regus  
WeWork Inc.

**Schedule 1(j)**

**Litigation**

Alabama, State of, Securities Commission Berk, Jordan  
California, State of, Business, Consumer Services & Housing Agency, Department of  
Financial Protection & Innovation  
Cassidy, Mark  
Indiana, State of, Securities Division  
Kentucky, Commonwealth of, Department of Financial Institutions  
New Jersey, State of, Bureau of Securities  
Oklahoma, State of, Department of Securities  
South Carolina, State of, Securities Commissioner  
Texas, State of, Securities Board  
US Bank NA  
Vermont, State of, Department of Financial Regulation  
Washington, State of, Department of Financial Institutions, Securities Division

**Schedule 1(k)**

**Ordinary Course Professionals**

Berger Singerman LLP  
Conyers Dill & Pearman LLP  
Day Pitney LLP  
Frankfurt Kurnit Klein & Selz PC  
Jackson Lewis PC  
Jenner & Block LLP  
Kramer Levin Naftalis & Frankel LLP  
Lowenstein Sandler LLP  
Mintz & Gold LLP  
Paul Hastings LLP  
Seyfarth Shaw LLP  
Troutman Pepper Hamilton Sanders LLP  
Walkers Corporate Ltd.

**Schedule 1(l)**

**Potential M&A Transaction Counterparties**

[CONFIDENTIAL]



**Schedule 1(m)**

**Taxing Authorities / Government / Regulatory Agencies**

Alabama, State of, Department of Revenue  
Alaska, State of, Department of Revenue  
Arizona, State of, Department of Revenue  
Arkansas, State of, Department of Finance & Administration  
California, State of, Franchise Tax Board  
Connecticut, State of, Department of Revenue Services  
Delaware, State of, Department of Revenue  
Florida, State of, Department of Revenue  
Georgia, State of, Department of Revenue  
Idaho, State of, Tax Commission  
Illinois, State of, Department of Revenue  
Indiana, State of, Department of Revenue  
Iowa, State of, Department of Revenue  
Kansas, State of, Department of Revenue  
Kentucky, Commonwealth of, Department of Revenue  
Louisiana, State of, Department of Revenue  
Maine, State of, Department of Revenue Services  
Maryland, State of, Comptroller  
Michigan, State of, Department of Treasury  
Minnesota, State of, Department of Revenue  
Mississippi, State of, Department of Revenue  
Nebraska, State of, Department of Revenue  
New Hampshire, State of, Department of Revenue Administration  
New Jersey, State of, Division of Taxation  
New Mexico, State of, Department of Tax & Revenue  
North Carolina, State of, Department of Revenue  
North Dakota, State of, Office of State Tax Commissioner  
Oklahoma, State of, Tax Commission  
Oregon, State of, Department of Revenue  
Pennsylvania, Commonwealth of, Department of Revenue  
Rhode Island, State of, Division of Taxation  
South Carolina, State of, Department of Revenue  
Tennessee, State of, Department of Revenue  
Texas, State of, Comptroller of Public Accounts  
Utah, State of, State Tax Commission  
Virginia, Commonwealth of, Department of Taxation  
Washington, D.C., Office of Tax & Revenue  
West Virginia, State of, Tax Department  
Wisconsin, State of, Department of Revenue

**Schedule 1(n)**

**Top 50 Unsecured Creditors**

Alameda Research LLC  
[CONFIDENTIAL]

**Schedule 1(o)**

**U.S. Trustee Personnel, Judges, and Court Contacts for the Southern District of New York**

Arbeit, Susan  
Beckerman, Lisa G.  
Bruh, Mark, Esq.  
Chapman, Shelley C.  
Cornell, Shara  
Drain, Robert D.  
Garrity, James L., Jr.  
Glenn, Martin  
Harrington, William K.  
Higgins, Benjamin J.  
Jones, David S.  
Lane, Sean H.  
Masumoto, Brian S.  
Morris, Cecelia G.  
Morrissey, Richard C.  
Riffkin, Linda A.  
Schwartz, Andrea B.  
Schwartzberg, Paul K.  
Scott, Shannon  
Tiantian, Tara  
Velez-Rivera, Andy  
Wells, Annie  
Wiles, Michael E.  
Zipes, Greg M.

**Schedule 1(p)**

**Utilities**

Phone.com Inc.  
Verizon Wireless  
WeWork Inc.

**Schedule 1(q)**

**Vendors**

15Five Inc.  
33 Irving Tenant LLC  
A&V Sports Group LLC  
Accretive Capital  
Accura Advokatpartnerselskab  
Accurate Staffing Solutions Corp.  
Ackart, Jennifer C.  
Actimize Inc.  
Acxiom LLC  
Ada Support Inc.  
Adam Atlas, Attorneys at Law  
AdColony Inc.  
Adobe  
Adperio Network LLC  
Advokaadibüroo Cobalt OÜ  
Aiven  
aktiencheck.de AG  
A-LIGN  
Alps Consulting LLP  
Already Design Co.  
Alvarez & Marsal Canada Inc.  
Amalgamated Suncoast Portfolio LLC  
Amazon  
Amazon Web Services  
Amazon Web Services Inc.  
American Airlines  
American Arbitration Association Inc.  
Amicaz Group LLC  
Angry Pug Sportswear LLC  
Aon Consulting Inc.  
Apple  
Apple Inc.  
Apple Search Ads  
Appsflyer  
Arianna Jonae LLC  
Arndt, Krista  
Arrow Search Partners  
Atlassian  
Aura Sub LLC  
Authentic8 Inc.  
Baker & McKenzie LLP  
Bank Khanty-Mansiysk  
Barefoot LLC  
Barkley, Matthew M.  
Bateman Capital Inc.  
BDA International Ltd.

Beekman Social LLC  
Behmer & Blackford LLP  
Belk, Chandler  
Benabe, Alejandro  
Benchmark Co. LLC, The  
Berger Singerman LLP  
BetterInvesting Inc.  
Beutler Enterprises Inc.  
Beyond Studios  
Big Outdoor Holdings LLC  
BitGo Inc.  
Bitrise.io  
Blackwired (US) Inc.  
Blake Cassels & Graydon LLP  
Block Crypto Inc., The  
Blockchain Association  
Blockdaemon Inc.  
BlockWorks Advisors LLC  
BlockWorks Group LLC  
Bloomberg Finance LP  
Botero-Uribe, Sergio  
BPM LLP  
Brent, Karen  
BrightEdge Technologies Inc.  
Brill Advisors LLC  
British Airways  
Broadridge Financial Solutions Inc.  
Brooks, Brian P.  
Brunson, Jalen  
Brunson, Jalen M.  
BTC Media Ltd.  
BTIG LLC  
Buddakan Business Wire Inc.  
Cabezas, Jamie  
Campbells LLP  
Canada Revenue Agency  
Capone, Steven  
Carbone  
Carbone NYC  
Cassill, Landon  
Catamorphic Co.  
CC API  
CC Data  
CCM Advisory LLC  
CDS Clearing & Depository Services  
CDW LLC  
Certified Kernel Tech LLC  
Chameleon Collective Consulting LLC  
Chang Tsi & Co.  
Chorba, Phillip J.

Chord Advisors LLC  
Citigate Dewe Rogerson Ltd.  
Cloud Posse LLC  
Cloudflare Inc.  
Clouddinary Ltd.  
CNSX Markets Inc.  
CNW Group Ltd.  
Cockroach Labs Inc.  
Coding Lobster  
Coinbound Inc.  
Colaprico, Danielle  
ColorArt  
Complex Sports & Entertainment LLC  
Computershare Ltd.  
Conbere, Anders  
Concur Technologies Inc.  
Consensus 2022  
Constant Plan LLC, The  
Conyers Dill & Pearman LLP  
CorCom LLC  
Corey Thomas Design  
Corpay One Inc.  
Cosmopolitan of Las Vegas, The  
Costantino, Dan  
Costantino, Daniel  
Creative Circle LLC  
Crypto Rating Council LLC, The  
CXG Holdings Inc.  
Cyber Job Central LLC  
Cypress Group Staffing Inc.  
CyZen Tech Co. Ltd.  
Dajax LLC  
Dallas Mavericks Inc.  
Data.ai Inc.  
Datadog Inc.  
Daversa Partners Ltd.  
David Bolton PC  
Davis, Ashtyn  
Day Pitney LLP  
de Dreuzy, Gaspard  
Dechert (Paris) LLP  
Delaware, State of, Division of Revenue, Tax Agency  
DeLeon, Zusette  
Deloitte & Touche LLP  
Delta Air Lines Inc.  
Deshchenko, Anton  
Devexperts Sofia Ltd.  
Dezenhall Resources Ltd.  
Diamond Equity Research LLC  
Dianomi Inc.

Digital Commerce Bank  
Digital Niche Agency  
Digital257 Technologies Inc.  
Dinwiddie Inc.  
Dinwiddie, Spencer  
Distinguished Search LLC  
Distrust LLC  
Docker Inc.  
DocuSign Inc.  
Donnelley Financial Solutions  
Canada Corp. dotdigital Inc.  
Dotmailer Inc.  
DoubleStruck Designs  
Dropbox Inc.  
Duane Morris LLP  
Duclair, Anthony  
Elasticsearch Inc.  
Elevate Brand Marketing Inc.  
Ellenoff Grossman & Schole LLP  
Endeavor Parent LLC  
EQS Group AG  
Eronin, Max  
eSENTIAL  
Accessibility Inc.  
Esterhuizen, Eben  
Exzac Inc.  
Eytan, Philip  
Fastly Inc.  
Feissli, Stefan  
Fidelifacts Metropolitan New York Inc.  
Figma Inc.  
Financial Services Information Sharing & Analysis Center  
Find Your Happy LLC  
Finney-Smith, Dorian  
FirstBrook Cassie & Anderson Ltd.  
Fivetran Inc.  
Flint Inc.  
Florida, State of, Department of Agriculture & Consumer Services  
Fogie, Seth  
Fort Capital Ontario Inc.  
Fragomen Del Rey Bernsen & Loewy LLP  
Frankfurt Kurnit Klein & Selz PC  
Freshworks Inc.  
Friends of Falcon Hockey Inc., The  
Fundamental Research Corp.  
Fusion of Ideas Inc.  
Gilja, Neha  
GitHub Inc.  
Glass Lewis & Co. LLC  
Glendale Securities Inc.



Glushon Sports Management  
Good Causes Inc.  
Goodbay Technologies Inc.  
GoodHire  
Google Ads Management Ltd.  
Google Cloud  
Google G Suite  
Google LLC  
Google Voice Inc.  
Gorsuch, Michael  
GRA Enterprises LLC  
Grant Thornton LLP  
Gravitational Inc.  
Green, Derek  
Green, Sheri  
Greenhouse Software Inc.  
Greifenkamp, Jonathan  
Gronkowski, Chris  
Gronkowski, Christopher  
Gronkowski, Daniel  
Gronkowski, Glenn  
Gronkowski, Gordon  
Gronkowski, Gordon, Jr.  
Gronkowski, Rob  
G-Suite Holdings Ltd.  
Gyamfi, Andrew  
HackerOne Inc.  
Hamilton, Kristen  
HappyFunCorp LLC  
HardHead Marketing  
Harris, Lindsey  
Harrison, Tom  
Hashtag Business LLC  
Helman, David  
Hill Dickinson LLP  
Hireclout Inc.  
Holt, Robert B.  
Hotjar Ltd.  
Hunt, Akeem  
ICE Systems Inc.  
Impact Tech Inc.  
Independent Trading Group (ITG) Inc.  
Indianapolis Motor Speedway LLC  
Infinite Agency LLC  
Infinite IP Corp.  
Infinity Consulting Solutions Inc.  
Interviewstreet Inc.  
Intralinks SA  
Intuit Inc.  
IPQualityScore

IQTalent Partners Inc.  
Ironclad Inc.  
Iterable Inc.  
JA Visual Solutions LLC  
Jackson Lewis PC  
Jackson, Davin A.  
Jackson, Sean  
JDI Studio LLC  
Jensen Hughes Inc.  
JetBlue Airways Corp.  
JetBrains s.r.o.  
JFrog Ltd.  
Jivaro Professional Headhunters LLC  
Johnson Rivers Lyons LLC  
Johnson, Estelle  
JP Galda & Co.  
Jumio Corp.  
Karashik, Adam  
Kate Leavell Cos. LLC  
Kaulig Racing Inc.  
KCSA Strategic Communications  
Kelber, Maximilian  
Ketchum Inc.  
Kforce Inc.  
KLDDiscovery Ontrack LLC  
Kleber, Maximilian  
Klingenberg, Meghan  
Knapp, Marla K.  
KnowBe4 Inc.  
Korn Ferry (US)  
Koto Studio LLC  
Kramer Levin Naftalis & Frankel LLP  
Kramer, Pamela  
Kratka, Mary  
Kreiker, Serge  
La Cantera Resort & Spa  
Lagiglia, Dominique  
Lakeshore Securities Inc.  
Landgraf, Jennifer  
Las Vegas Motor Speedway  
LastPass  
Laurel Hill Advisory Group LLC  
LD Micro Inc.  
Learfield Communications LLC  
Lee, Janice  
Levin Group Ltd.  
Lin, Monica  
LogMeIn  
LogMeIn USA Inc.  
Lord, Jessica

Loyalist LLC  
Luk, Brian  
Lussi, Tyler  
Lytham Partners LLC  
MaestroQA Inc.  
Major Lindsey & Africa LLC  
Malocca, Greg  
Malwarebytes Inc.  
Marcum LLP  
Mark Fabiani LLC  
Market One Media Group Inc.  
Market Rebellion LLC  
Marrelli Support Services Inc.  
Maxx Management LLC  
McCarter & English LLP  
McCarthy Lebit Crystal & Liffman Co. LPA  
McCrary, Chelsea  
McCurdy, Tess  
McDonald, Jess  
McDonald, Jessica  
Mediant Communications Inc.  
Medium Rare Live LLC  
Meltwater News US Inc.  
Merlin Media LLC  
MessageBank LLC  
Meta Platforms Inc.  
Microsoft Corp.  
Mintz & Gold LLP  
Miro SA  
Mitchell, Jonahthan  
Mixpanel Inc.  
Mobile Action Inc.  
Mohseni, Cyrus  
monday.com Ltd.  
Money Services Business Association Inc., The  
Mortimer, Kelsey  
Motivate Design LLC  
Motive Interactive Inc.  
Mountain Shadows Resort  
MPJ Advisors LLC  
MSG Arena LLC  
NAI Interactive Ltd.  
Nasdaq Corporate Solutions LLC  
National Women's Soccer League LLC  
NBCN Clearing Inc.  
Netki Inc.  
Network Redux LLC  
New York, State of, Department of Taxation & Finance  
Next for Me Media Inc.  
NMLS

Noble Capital Markets  
Noble Capital Markets Inc.  
Nominis Advisory Ltd.  
Ntilikina, Frank  
NuMedia LLC  
Oactive  
Ogon LLC  
Olivia Faria LLC  
Online Business Systems Inc.  
OnlineNotary.net  
Ontario Securities Commission  
OpsGenie  
OpsGenie Inc.  
Optimal Workshop  
Oracle America Inc.  
Organic Inc.  
OST Labz Pvt. Ltd.  
OTC Markets Group Inc.  
Owen Bird Law Corp.  
Pada Ventures Inc.  
Pager Inc.  
Pagerduty Inc.  
Penn Recruiting LLC  
Perkins Coie LLP  
Pickwick Capital Partners LLC  
Piper Cos. LLC  
PitchBook Data Inc.  
Plaid Inc.  
PN Agency  
PopNoggins LLC  
PortSwigger Ltd.  
Postman Basic Monthly  
Powell, Dwight  
PR Newswire Inc.  
Premier Partnerships Inc.  
Pressley, Toni  
Printed Threads  
Proconsul Capital Ltd.  
Project 1972 Inc.  
Pro-Sport Media Management LLC  
Psaropoulos, Evan  
PSAV Inc.  
Psyhnov, Timofy  
Publicist Inc.  
QLUE Forensic Systems Inc.  
Quality Wolves  
Quantstamp Inc.  
Quantum Talent Group, The  
QWIL Inc.  
Ramnarine, Chandkumar R.

Rashad A. Jennings Inc.  
Ratzlaff, Cordell  
Reciprocity Inc. Regus  
Regus Management Group LLC  
Reisz, Carey  
Republic Crypto LLC  
Residence Inn by Marriott Dayton Beavercreek  
Ringside Canada Inc.  
Ripple, Peter I.  
Roadmunk Rocketship HQ LLC  
Rockwell, Fred  
Rodriguez, Kevin  
Ronick, David  
S&S Activewear LLC  
Sabetmoghaddam, Paniz  
Santoshi Enterprise Ltd.  
Santucci, Amanda  
Schiff Hardin LLP  
Scott, John M.  
Seeking Alpha Inc.  
Segment.IO Inc.  
Seprio LLC  
Seyfarth Shaw LLP  
Shei, Christopher  
Sheraton Grand Nashville Downtown Hotel  
Sidoti & Co. LLC  
Sift Science Inc.  
Silver Management Group Inc.  
Singular Research LLC  
Slack Technologies LLC  
Sloane & Co. LLC  
SLS South Beach  
Smarsh Inc.  
Smart City Networks LP  
Snapchat  
Snowflake Inc.  
Snyk Inc.  
Soar, Hannah  
Socure Inc.  
Soona Co.  
Sovran, William O.  
Spacelift Inc.  
Spatialize  
Sports Girls, The  
SquareWorks Consulting LLC  
Staab, Sam  
Staab, Samantha  
Standout Tech Solutions LLC  
Stephenson, Charles  
Sterling Trading Tech

STK International Inc.  
Stockhouse Publishing Ltd.  
Stockjock.com LP  
StockVest Inc.  
Stone, Isaiah  
Swag.com Inc.  
Sweet, Noah C.  
Tableau Software Inc.  
Tam, Miko  
Tapjoy Inc.  
Taylor & Gray LLC  
Techracers Pvt. Ltd.  
Teneo Strategy LLC  
Tennessee, State of, Department of Revenue  
Terminal Inc.  
Thompson House Group  
TradingView Inc.  
Travelator Inc.  
Travelbank Ltd.  
Travelers Cos. Inc., The  
Troutman Pepper Hamilton Sanders LLP  
TSX Inc.  
Tuple Technologies Pte. Ltd.  
Turnbull, James  
Turner, Trea  
Turner, Trea V.  
Twilio Inc.  
Twitter Inc.  
Typeform SL  
Uber Technologies Inc.  
Unique Prints LLC  
United Airlines Holdings Inc.  
United Parcel Service Inc.  
Unity Technologies Corp.  
Upside Business Travel  
UserTesting Inc.  
Valdes-Scantling, Marquez  
Valuation Research Corp.  
Venture Group Capital LLC  
Verizon Wireless Services LLC  
Vijay, Kumar B.  
Vincent Manufacturing Inc.  
Vo, Donna  
Vulcanize Inc.  
W Dallas - Victory  
W New York - Union Square  
Walkers Corporate Ltd.  
Walkers Ireland LLP  
Wall Street Blockchain Alliance  
Wall Street Dead aHead Networking LLC

Wandering Bear Inc.  
Watt, Ally  
Watt, Ally M.  
Weisman Tech Law LLC  
Westphal, Christen  
WeWork Inc.  
Whistler Search Partners LLC  
White, Jarobi  
WilliamsMarston LLC  
Willis Towers Watson PLC  
Winjit Technologies Pvt. Ltd.  
Winslow, The  
Wrike Inc.  
WRZ Chartered Accountants  
Yanpolsky, Andre  
Yuen, Eva  
Zapier Inc.  
Zendesk Inc.  
ZeroFox Inc.  
Zoom Video Communications Inc.

**Schedule 2**

**Connections List**



**Schedule 2(a) – Current<sup>1</sup> Clients<sup>2</sup>**

<b>Name of Entity Searched</b>	<b>Name of Entity and/or Affiliate of Entity that is a McDermott Client</b>
1600 Ampitheatre Pkwy (Google LLC)	Google, Inc.
Acorns Grow Incorporated	Acorns Grow Incorporated
Amazon	Amazon.com
Apex Fintech Solutions, Inc.	Apex Fintech Solutions, Inc.
Apollo Management IX, L.P.	Apollo Global Management, LLC
Bank of Montreal	BMO Harris Bank National Association
Berkeley Research Group LLC	Berekeley Research Group, LLC
Bullish Global	Bullish Global
Chainalysis Inc.	Chainalysis, Inc.
Coinbase Global, Inc.	Coinbase
Deloitte Tax LLP	Deloitte & Touche
Fasken Martineau DeMoulin LLP	Fasken, Martineau, DuMoulin s.r.l.
FMR LLC (d/b/a Fidelity)	Fidelity Investments
GoldenTree Asset Management LP	Goldentree Asset Management
Grant Thornton US Grant Thornton LLP	Grant Thornton LLP
John Phillips	John Wilson Phillips and Swati Pandey Phillips
JSCT, LLC (Jane Street)	Jane Street Group LLC
Nomura International Plc	Nomura Securities International, Inc.
Seyfarth Shaw LLP	Seyfarth Shaw LLP
Shared Office Space with Fasken Martineau DuMoulin, LLP	Fasken, Martineau, DuMoulin s.r.l.
Signature Bank	Signature Bank
Thomas Coleman	Thomas M. Coleman
Thomas Walsh	Thomas Walsh
U.S. Bank N.A.	U.S. Bank N.A. U.S. Bank
Verizon Wireless	Version Wireless, Inc.

<sup>1</sup> The term “current client” means a client to whom time was posted in the 12 months preceding July 22, 2022, the date the Committee selected McDermott as its proposed counsel.

<sup>2</sup> McDermott may currently represent or have previously represented certain affiliates of the entities disclosed herein, and the disclosure is accordingly broad in scope.

**Schedule 2(b) – Former Clients<sup>3</sup>**

<b>Name of Entity Searched</b>	<b>Name of Entity and/or Affiliate of Entity that was a McDermott Client</b>
Day Pitney LLP	Amazon Trust, Leventhal Trusts Estates of Norman and Muriel Leventhal Anchorage Company
Paul Hastings LLP	Paul Hastings Foreign Law Enterprise
Rick Powell	Dina and Rick Powell
XL Specialty Insurance Company	XL Insurance Company SE

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<sup>3</sup> The term “former client” means a client to whom time was posted between 12 and 36 months preceding July 22, 2022, the date the Committee selected McDermott as its proposed counsel, but for whom no time has been posted in the 12 months preceding July 22, 2022.

**Schedule 2(c) – Closed Clients<sup>4</sup>**

<b>Name of Entity Searched</b>	<b>Name of Entity and/or Affiliate of Entity that was a McDermott Client</b>
Day Pitney LLP	Day Pitney, H&K and Choate
Jenner & Block LLP	Jenner & Block
West Realm Shires Services Inc. (d/b/a FTX US)	FTX-LE Capital, LLC

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<sup>4</sup> The term “closed client” means a client to whom time was posted in the 36 months preceding July 22, 2022, the date the Committee selected McDermott as its proposed counsel, but for which the client representation has been closed.

**Exhibit C**

**Raznick Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

VOYAGER DIGITAL HOLDINGS, INC., *et al.*,

Debtors.<sup>1</sup>

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)  
)  
)  
)  
)  
)

Chapter 11

Case No. 22-10943 (MEW)

(Jointly Administered)

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**DECLARATION OF JASON RAZNICK IN SUPPORT OF APPLICATION  
FOR ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION  
OF MCDERMOTT WILL & EMERY LLP AS COUNSEL FOR THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF VOYAGER  
DIGITAL HOLDINGS, INC., *ET AL.*, EFFECTIVE AS OF JULY 22, 2022**

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Pursuant to 28 U.S.C. § 1746, I, Jason Raznick, declare as follows under penalty of perjury:

1. I make this declaration (the “Declaration”) solely in my capacity as chair of the Official Committee of Unsecured Creditors (the “Committee”) of Voyager Digital Holdings, Inc. and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) appointed in the above-captioned chapter 11 cases (the “Chapter 11 Cases”).

2. I am familiar with the matters set forth herein and make this Declaration in support of the application (the “Application”)² of the Committee seeking to retain and employ McDermott Will & Emery LLP (“McDermott”) as counsel to the Committee. I am competent to make this declaration in support of the Application.

3. This Declaration is provided pursuant to the U.S. Trustee Guidelines. Except as otherwise noted, all facts in this Declaration are based on my personal knowledge of the

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (7224); and Voyager Digital, LLC (8013). The location of the Voyager Digital Holdings, Inc.’s and Voyager Digital Ltd.’s principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003. Voyager Digital, LLC’s principal place of business is 701 S. Miami Ave, 8<sup>th</sup> Floor, Miami, FL 33131.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

matters set forth herein, information gathered from my review of relevant documents, and information supplied to me by McDermott.

4. I have been informed by McDermott that the U.S. Trustee Guidelines request that any application for employment of an attorney under sections 327 or 1103 of title 11 of the United States Code (the “Bankruptcy Code”) be accompanied by a verified statement from the client that addresses:

- (a) The identity and position of the person making the verification.
- (b) The steps taken by the client to ensure the applicant’s billing rates and material terms for the engagement are comparable to the applicant’s billing rates and terms for other non-bankruptcy engagements and to the billing rates and terms of other comparably skilled professionals.
- (c) The number of firms the client interviewed.
- (d) If the billing rates are not comparable to the applicant’s billing rates for other non-bankruptcy engagements and to the billing rates of other comparably skilled professionals, the circumstances warranting the retention of that firm.
- (e) The procedures the client has established to supervise the applicant’s fees and expenses and to manage costs. Whether and how the procedures for the budgeting, review, and approval of fees and expenses differ from those the client regularly employs in non-bankruptcy cases to supervise outside counsel, and any efforts to negotiate rates, including rates for routine matters, or in the alternative to delegate such matters to less expensive counsel.

**The Committee’s Selection of McDermott as Bankruptcy Counsel**

5. On July 19, 2022, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed the Committee in the Chapter 11 Cases. *See* Docket No. 120. In addition to myself, the Committee comprises: (i) Russell G. Stewart; (ii) Brandon Mullenberg; (iii) Richard Kiss for Thincat Trust; (iv) Christopher Moser; (v) Byron Walker; and (vi) Melissa and Adam Freeman.

6. On July 22, 2022, the Committee held a meeting and, after interviewing five of the more than twelve law firms that submitted materials to the Committee, voted to retain McDermott as its bankruptcy counsel. The Committee believes that McDermott’s extensive knowledge and experience in bankruptcy and insolvency matters generally, its experience

representing creditors and official committees in corporate reorganizations, and its expertise in areas of non-bankruptcy law relevant in these Chapter 11 Cases make McDermott well qualified to represent the Committee in the Chapter 11 Cases in an efficient and timely manner. Thus, the Committee decided to retain McDermott as the Committee's bankruptcy counsel during the Chapter 11 Cases, subject to Court approval.<sup>3</sup>

#### **Rate Structure**

7. The Committee has reviewed and approved McDermott's standard rates for bankruptcy services as set forth in the Application. McDermott has informed the Committee that its rates for bankruptcy representations are consistent with and comparable to the rates McDermott charges for non-bankruptcy representations. McDermott also has informed the Committee that its current hourly rates apply to non-bankruptcy services, if any, provided by McDermott, unless a contingent fee, mixed contingent fee, flat fee, or blended rate arrangement is agreed upon. McDermott has agreed to set a maximum billing rate of \$1,300 per hour. McDermott has further informed the Committee that its hourly rates are subject to periodic adjustments (typically effective as of January each year) to reflect economic and other conditions. The Committee has consented to such ordinary course rate increases. Based upon these representations and the Committee members' experience, the Committee believes that McDermott's proposed rates are reasonable.

#### **Cost Supervision**


8. I recognize that it is the Committee's responsibility to closely monitor the billing practices of its professionals to ensure the fees and expenses paid by the estates remain consistent with the Committee's expectations and the exigencies of the Chapter 11 Cases. To that end, the Committee will review the invoices submitted by McDermott to ensure that the fees charged and expenses incurred are reasonable and necessary. The

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<sup>3</sup> On July 25, the Committee selected FTI Consulting, LLC to serve as financial advisor to the Committee, subject to Court approval.

Committee will further work to ensure that the services provided by McDermott are not duplicative of the services provided by the Committee's other professionals.

Dated: August 15, 2022

By: /s/   
Name: Jason Raznick, not in his individual capacity but solely as chair of the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., *et al*



**CERTIFICATE OF SERVICE**

I hereby certify that on this 22nd day of August 2022, a true and correct copy of the foregoing *Application for Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors of Voyager Digital Holdings, Inc., et al. Effective as of July 22, 2022* has been served on the Service List via (i) electronic notification pursuant to the CM/ECF system for the United States Bankruptcy Court for the Southern District of New York, (ii) e-mail, or (iii) First Class U.S. Mail, as indicated in the service list attached hereto.

/s/ Darren Azman  
Darren Azman

Pg 66 of 67  
**SERVICE LIST**

Name	Attention	Address 1	Address 2	City	State	Zip	Country	Email	Method of Service
DISTRICT OF COLUMBIA	OFFICE OF THE ATTORNEY GENERAL	400 6TH STREET NW		WASHINGTON	DC	20001		OAG@DC.GOV	VIA E-MAIL
FRANCINE DE SOUSA	C/O SISKINDS LLP	ATTN: ANTHONY O'BRIEN	100 LOMBARD STREET SUITE 302	TORONTO	ON	M5C1M3		ANTHONY.OBRIEN@SISKINDS.COM	VIA E-MAIL
FRANCINE DE SOUSA	C/O SISKINDS LLP	ATTN: MICHAEL G. ROBB & GARETT M. HUNTER	275 DUNDAS STREET UNIT 1	LONDON	ON	N6B3L1		MICHAEL.ROBB@SISKINDS.COM GARETT.HUNTER@SISKINDS.COM	VIA E-MAIL
GOOGLE, LLC		1600 AMPHITHEATRE PKWY		MOUNTAIN VIEW	CA	94043		COLLECTIONS@GOOGLE.COM	VIA E-MAIL
INTERNAL REVENUE SERVICE		PO BOX 7346		PHILADELPHIA	PA	19101-7346			VIA FIRST CLASS MAIL
OFFICE OF THE UNITED STATES TRUSTEE	FOR THE SOUTHERN DIST OF NEW YORK	ATTN: RICHARD C. MORRISSEY, ESQ. AND MARK BRUH, ESQ.	201 VARICK STREET, ROOM 1006	NEW YORK	NY	10014		RICHARD.MORRISSEY@USDOJ.GOV MARK.BRUH@USDOJ.GOV	VIA E-MAIL VIA E-MAIL
SECURITIES & EXCHANGE COMMISSION		100 F STREET NE		WASHINGTON	DC	20549		SECBANKRUPTCY-OGC-ADO@SEC.GOV	VIA E-MAIL
SECURITIES & EXCHANGE COMMISSION	NEW YORK REGIONAL OFFICE	100 PEARL STREET SUITE 20-100		NEW YORK	NY	10004-2616		NYROBANKRUPTCY@SEC.GOV	VIA E-MAIL
SECURITIES & EXCHANGE COMMISSION	NEW YORK REGIONAL OFFICE	ATTN: ANDREW CALAMARI REGIONAL DIRECTOR	200 VESEY STREET SUITE 400	NEW YORK	NY	10281-1022		BANKRUPTCYNOTICESCHR@SEC.GOV	VIA E-MAIL
STATE OF ALABAMA	OFFICE OF THE ATTORNEY GENERAL	501 WASHINGTON AVE		MONTGOMERY	AL	36104		CONSUMERINTEREST@ALABAMAAG.GO	VIA E-MAIL
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STATE OF ARIZONA	OFFICE OF THE ATTORNEY GENERAL	2005 N CENTRAL AVE		PHOENIX	AZ	85004		AGINFO@AZAG.GOV	VIA E-MAIL
STATE OF ARKANSAS	OFFICE OF THE ATTORNEY GENERAL	323 CENTER ST, STE 200		LITTLE ROCK	AR	72201		OAG@ARKANSASAG.GOV	VIA E-MAIL
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STATE OF FLORIDA	OFFICE OF THE ATTORNEY GENERAL	THE CAPITOL PL01		TALLHASSEE	FL	32399		ASHLEY.MOODY@MYFLORIDALEGAL.CO	VIA E-MAIL
STATE OF GEORGIA	OFFICE OF THE ATTORNEY GENERAL	40 CAPITOL SQ SW		ATLANTA	GA	30334			VIA FIRST CLASS MAIL
STATE OF HAWAII	OFFICE OF THE ATTORNEY GENERAL	425 QUEEN STREET		HONOLULU	HI	96813		HAWAIIAG@HAWAII.GOV	VIA E-MAIL
STATE OF IDAHO	OFFICE OF THE ATTORNEY GENERAL	700 W. JEFFERSON ST, SUITE 210	PO BOX 83720	BOISE	ID	83720		LAWRENCE.WASDEN@AG.IDAHO.GOV AGWASDEN@AG.IDAHO.GOV	VIA E-MAIL
STATE OF ILLINOIS	OFFICE OF THE ATTORNEY GENERAL	JAMES R. THOMPSON CENTER	100 W. RANDOLPH ST	CHICAGO	IL	60601		INFO@LISAMADIGAN.ORG	VIA E-MAIL
STATE OF INDIANA	OFFICE OF THE INDIANA ATTORNEY GENERAL	INDIANA GOVERNMENT CENTER SOUTH	302 W WASHINGTON ST, 5TH FLOOR		IN	46204			VIA FIRST CLASS MAIL
STATE OF IOWA	OFFICE OF THE ATTORNEY GENERAL	HOOVER STATE OFFICE BUILDING	1305 E. WALNUT STREET	DES MOINES	IA	50319		CONSUMER@AG.IOWA.GOV	VIA E-MAIL
STATE OF KANSAS	ATTN: ATTORNEY GENERAL DEREK SCHMIDT	120 SW 10TH AVE, 2ND FLOOR		TOPEKA	KS	66612		DEREK.SCHMIDT@AG.KS.GOV	VIA E-MAIL
STATE OF KENTUCKY	ATTORNEY GENERAL - DANIEL CAMERON	700 CAPITAL AVENUE, SUITE 118		FRANKFORT	KY	40601			VIA FIRST CLASS MAIL
STATE OF LOUISIANA	DEPT. OF JUSTICE - ATTORNEY GENERAL'S OFFICE	300 CAPITAL DRIVE		BATON ROUGE	LA	70802		ADMININFO@AG.STATE.LA.US	VIA E-MAIL
STATE OF MAINE	OFFICE OF THE ATTORNEY GENERAL	6 STATE HOUSE STATION		AUGUSTA	ME	04333		ATTORNEY.GENERAL@MAINE.GOV	VIA E-MAIL
STATE OF MARYLAND	OFFICE OF THE ATTORNEY GENERAL	200 ST. PAUL PLACE		BALTIMORE	MD	21202		OAG@OAG.STATE.MD.US	VIA E-MAIL
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STATE OF MICHIGAN	DEPARTMENT OF ATTORNEY GENERAL	525 W OTTAWA ST		LANSING	MI	48906			VIA FIRST CLASS MAIL
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STATE OF MISSISSIPPI	OFFICE OF THE ATTORNEY GENERAL	WALTER SILLERS BUILDING	550 HIGH ST, PO BOX 220	JACKSON	MS	39201			VIA FIRST CLASS MAIL
STATE OF MISSOURI	OFFICE OF THE ATTORNEY GENERAL	SUPREME COURT BUILDING	207 W HIGH ST	JEFFERSON CITY	MO	65101		CONSUMER.HELP@AGO.MO.GOV	VIA E-MAIL
STATE OF MONTANA	OFFICE OF THE ATTORNEY GENERAL	JUSTICE BUILDING, 3RD FLOOR	215 N SANDERS, PO BOX 201401	HELENA	MT	59602		CONTACTDOJ@MT.GOV	VIA E-MAIL
STATE OF NEBRASKA	OFFICE OF THE ATTORNEY GENERAL	2115 STATE CAPITOL		LINCOLN	NE	68509			VIA FIRST CLASS MAIL
STATE OF NEVADA	OFFICE OF THE ATTORNEY GENERAL	OLD SUPREME COURT BUILDING	100 N CARSON ST	CARSON CITY	NV	89701			VIA FIRST CLASS MAIL
STATE OF NEW HAMPSHIRE	OFFICE OF THE ATTORNEY GENERAL	NH DEPARTMENT OF JUSTICE	33 CAPITOL ST.	CONCORD	NH	03301		ATTORNEYGENERAL@DOJ.NH.GOV	VIA E-MAIL
STATE OF NEW JERSEY	OFFICE OF THE ATTORNEY GENERAL	RICHARD J. HUGHES JUSTICE COMPLEX	25 MARKET ST 8TH FL, WEST WING BOX 080	TRENTON	NJ	08611			VIA FIRST CLASS MAIL
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STATE OF NEW YORK	OFFICE OF THE ATTORNEY GENERAL	THE CAPITOL	2ND FLOOR	ALBANY	NY	12224			VIA FIRST CLASS MAIL
STATE OF NORTH CAROLINA	OFFICE OF THE ATTORNEY GENERAL	114 W EDENTON ST		RALEIGH	NC	27603			VIA FIRST CLASS MAIL
STATE OF NORTH DAKOTA	OFFICE OF THE ATTORNEY GENERAL	STATE CAPITOL, 600 E	DEPT. 125	BISMARCK	ND	58505		NDAG@ND.GOV	VIA E-MAIL
STATE OF OHIO	OFFICE OF THE ATTORNEY GENERAL	STATE OFFICE TOWER	30 E BROAD ST 14TH FL	COLUMBUS	OH	43215			VIA FIRST CLASS MAIL
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STATE OF PENNSYLVANIA	OFFICE OF THE ATTORNEY GENERAL	STRAWBERRY SQUARE 16TH FL		HARRISBURG	PA	17120			VIA FIRST CLASS MAIL
STATE OF RHODE ISLAND	OFFICE OF THE ATTORNEY GENERAL	150 S MAIN ST		PROVIDENCE	RI	02903		AG@RIAG.RI.GOV	VIA E-MAIL
STATE OF SOUTH CAROLINA	OFFICE OF THE ATTORNEY GENERAL	PO BOX 11549		COLUMBIA	SC	29211			VIA FIRST CLASS MAIL
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STATE OF TEXAS	OFFICE OF THE ATTORNEY GENERAL	300 W. 15TH ST		AUSTIN	TX	78701			VIA FIRST CLASS MAIL
STATE OF UTAH	OFFICE OF THE ATTORNEY GENERAL	UTAH STATE CAPITOL COMPLEX	350 NORTH STATE ST STE 230	SALT LAKE CITY	UT	84114		UAG@UTAH.GOV	VIA E-MAIL
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VOYAGER DIGITAL HOLDINGS, INC., ET AL.	KIRKLAND & ELLIS LLP KIRKLAND & ELLIS INTERNATIONAL LLP	601 LEXINGTON AVENUE		NEW YORK	NY	10022		JSUSSBERG@KIRKLAND.COM CMARCUS@KIRKLAND.COM CHRISTINE.OKIKE@KIRKLAND.COM ALLYSON.SMITH@KIRKLAND.COM	VIA ECF VIA E-MAIL VIA E-MAIL VIA E-MAIL
EMERALD OCEAN ISLE, LLC, AMANO GLOBAL HOLDINGS, INC., SHINGO LAVINE, AND ADAM LAVINE	C/O GOLDSTEIN & MCCLINKOCK LLLP	ATTN: MATTHEW E. MCCLINTOCK, HARLEY GOLDSTEIN, AND STEVE YACHIK	111 W WASHINGTON STREET SUITE 1221	CHICAGO	IL	60602		MATTM@GOLDMCLAW.COM HARLEYG@RESTRUCTURINGSHP.COM STEVENY@GOLDMCLAW.COM	VIA E-MAIL VIA E-MAIL VIA E-MAIL
EMERALD OCEAN ISLE, LLC, AMANO GLOBAL HOLDINGS, INC., SHINGO LAVINE, AND ADAM LAVINE	C/O LAW OFFICES OF DOUGLAS T. TABACHNIK, P.C.	ATTN: DOUGLAS T. TABACHNIK	63 WEST MAIN STREET SUITE C	FREEHOLD	NJ	07728-2141		DTABACHNIK@DTTLAW.COM	VIA ECF
MATTHEW EDWARDS	C/O LIZ GEORGE AND ASSOCIATES	ATTN: LYSBETH GEORGE	8101 S. WALKER SUITE F	OKLAHOMA CITY	OK	73139		GEORGEAWOK@GMAIL.COM	VIA ECF
TEXAS STATE SECURITIES BOARD	OFFICE OF THE ATTORNEY GENERAL OF TEXAS	ATTN: ABIGAIL R RYAN, LAYLA D MILLIGAN & JASON B BINFORD	BANKRUPTCY & COLLECTIONS DIVISION P.O. BOX 12548	AUSTIN	TX	78711-2548		ABIGAIL.RYAN@OAG.TEXAS.GOV LAYLA.MILLIGAN@OAG.TEXAS.GOV JASON.BINFORD@OAG.TEXAS.GOV	VIA ECF VIA E-MAIL VIA E-MAIL
OFFICE OF THE ATTORNEY GENERAL OF TEXAS		ATTN: ROMA N. DESAI	BANKRUPTCY & COLLECTIONS DIVISION P.O. BOX 12548	AUSTIN	TX	78711-2548		ROMA.DESAI@OAG.TEXAS.GOV	VIA ECF
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